

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 01-01139 (JKF)  
(Jointly Administered)

Objection Deadline: **01/17/13**  
Hearing Date: TBD only if necessary

**SUMMARY OF APPLICATION OF FOLEY HOAG LLP  
FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT  
OF EXPENSES AS COUNSEL TO W.R. GRACE & CO., ET AL. FOR THE  
INTERIM PERIOD FROM NOVEMBER 1, 2012 THROUGH NOVEMBER 30, 2012**

Name of Applicant:

Foley Hoag LLP

Authorized to Provide Professional  
Services to:

W.R. Grace & Co.,  
Debtors and Debtors-in-Possession

Date of Retention:

September 30, 2005, *nunc pro tunc* July 1, 2005

Period for Which Compensation and  
Reimbursement is Sought:

November 1, 2012 through November 30, 2012

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Amount of Compensation Sought as  
Actual, Reasonable and Necessary:

\$13,005.76 (80% of \$16,257.20;  
remaining 20% to be sought as part of  
quarterly application)

Amount of Expense Reimbursement Sought  
as Actual, Reasonable and Necessary:

\$24.10

This is a X monthly      quarterly X interim      final application

The total time expended for fee application preparation is approximately 2.0 hours and the  
corresponding compensation requested is approximately \$1,200.00.

Prior fee applications:

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
08/01/05 - 08/31/05	03/28/06	\$ 25,669.50	\$ 34.55	\$ 25,669.50	\$ 34.55
09/01/05 - 09/30/05	10/31/05	\$ 26,289.00	\$ 11.64	\$ 26,289.00	\$ 11.64
10/01/05 - 10/31/05	11/28/05	\$ 27,633.50	\$ 355.67	\$ 27,633.50	\$ 355.67
11/01/05 - 11/30/05	12/28/05	\$ 16,109.00	\$ 18.91	\$ 16,109.00	\$ 18.91
12/01/05 - 12/31/05	01/31/06	\$ 13,522.50	\$ 3.50	\$ 13,522.50	\$ 3.50
01/01/06 - 01/31/06	03/27/06	\$ 9,535.50	\$ 49.85	\$ 9,535.50	\$ 49.85
02/01/06 - 02/28/06	03/29/06	\$ 10,474.00	\$ 42.75	\$ 10,474.00	\$ 42.75
03/01/06 - 03/31/06	04/28/06	\$ 13,346.50	\$ 48.42	\$ 13,346.50	\$ 48.42
04/01/06 - 04/30/06	06/27/06	\$ 14,568.50	\$ 2.24	\$ 14,568.50	\$ 2.24
05/01/06 - 05/31/06	06/28/06	\$ 28,346.50	\$ 219.20	\$ 28,346.50	\$ 219.20
06/01/06 - 06/30/06	07/31/06	\$ 22,530.00	\$ 24.92	\$ 22,530.00	\$ 24.92
07/01/06 - 07/31/06	09/11/06	\$ 9,114.00	\$ -	\$ 9,114.00	\$ -
08/01/06 - 08/31/06	09/28/06	\$ 3,104.50	\$ 119.61	\$ 3,104.50	\$ 119.61
09/01/06 - 09/30/06	10/31/06	\$ 3,778.50	\$ 26.52	\$ 3,778.50	\$ 26.52
10/01/06 - 10/31/06	11/30/06	\$ 1,941.50	\$ -	\$ 1,941.50	\$ -

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
11/01/06 - 11/30/06	12/28/06	\$ 2,088.50	\$ 55.71	\$ 2,088.50	\$ 55.71
12/01/06 - 12/31/06	01/29/07	\$ 2,557.50	\$ -	\$ 2,557.50	\$ -
01/01/07 - 01/31/07	03/07/07	\$ 4,871.00	\$ 27.09	\$ 4,871.00	\$ 27.09
02/01/07 - 02/28/07	03/28/07	\$ 3,675.50	\$ 39.51	\$ 3,675.50	\$ 39.51
03/01/07 - 03/31/07	05/02/07	\$ 2,426.50	\$ 46.50	\$ 2,426.50	\$ 46.50
04/01/07 - 04/30/07	06/01/07	\$ 6,579.00	\$ -	\$ 6,579.00	\$ -
05/01/07 - 05/31/07	06/28/07	\$ 3,736.00	\$ 55.08	\$ 3,736.00	\$ 55.08
06/01/07 - 06/30/07	07/30/07	\$ 6,336.00	\$ 26.10	\$ 6,336.00	\$ 26.10
07/01/07 - 07/31/07	08/28/07	\$ 4,742.00	\$ 41.52	\$ 4,742.00	\$ 41.52
08/01/07 - 08/31/07	09/28/07	\$ 3,785.00	\$ 45.36	\$ 3,785.00	\$ 45.36
09/01/07 - 09/30/07	10/30/07	\$ 6,360.00	\$ 8.07	\$ 6,360.00	\$ 8.07
10/01/07 - 10/31/07	11/28/07	\$ 20,744.50	\$ 32.61	\$ 20,744.50	\$ 32.61
11/01/07 - 11/30/07	02/11/08	\$ 16,655.00	\$ 5,337.35	\$ 16,655.00	\$ 5,337.35
12/01/07 - 12/31/07	02/12/08	\$ 9,012.50	\$ 785.75	\$ 9,012.50	\$ 785.75
01/01/08 - 01/31/08	02/28/08	\$ 5,702.50	\$ 14.30	\$ 5,702.50	\$ 14.30
02/01/08 - 02/29/08	03/28/08	\$ 9,296.00	\$ 61.51	\$ 9,296.00	\$ 61.51
03/01/08 - 03/31/08	04/28/08	\$ 6,450.50	\$ 10.08	\$ 6,450.50	\$ 10.08
04/01/08 - 04/30/08	05/28/08	\$ 7,966.50	\$ -	\$ 7,966.50	\$ -
05/01/08 - 05/31/08	06/30/08	\$ 12,509.00	\$ 107.37	\$ 12,509.00	\$ 107.37
06/01/08 - 06/30/08	07/29/08	\$ 27,053.50	\$ 1,856.55	\$ 27,053.50	\$ 1,856.55
07/01/08 - 07/31/08	09/02/08	\$ 28,893.82	\$ 9.84	\$ 28,893.82	\$ 9.84
08/01/08 - 08/31/08	09/29/08	\$ 16,498.00	\$ 40.76	\$ 16,498.00	\$ 40.76

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
09/01/08 – 09/30/08	10/28/08	\$ 5,198.00	\$ 125.00	\$ 5,198.00	\$ 125.00
10/01/08 – 10/31/08	12/01/08	\$ 12,825.50	\$ 131.40	\$ 12,825.50	\$ 131.40
11/01/08 – 11/30/08	12/30/08	\$451,925.32	\$ 63.72	\$451,925.32	\$ 63.72
12/01/08 – 12/31/08	01/28/09	\$ 7,627.50	\$ 10.25	\$ 7,627.50	\$ 10.25
01/01/09 – 01/31/09	03/04/09	\$ 6,813.00	\$ 4,315.82	\$ 6,813.00	\$ 4,315.82
02/01/09 – 02/28/09	03/30/09	\$ 8,482.50	\$ 51.72	\$ 8,482.50	\$ 51.72
03/01/09 – 03/31/09	04/28/09	\$ 55,220.50	\$ 64.99	\$ 55,220.50	\$ 64.99
04/01/09 – 04/30/09	06/02/09	\$ 65,020.00	\$ 1,256.33	\$ 65,020.00	\$ 1,256.33
05/01/09 – 05/31/09	06/30/09	\$ 54,181.25	\$ 1,364.86	\$ 54,181.25	\$ 1,364.86
06/01/09 – 06/30/09	07/28/09	\$ 27,814.50	\$ 521.42	\$ 27,814.50	\$ 521.42
07/01/09 – 07/31/09	08/28/09	\$ 12,702.00	\$ 35.88	\$ 12,702.00	\$ 35.88
08/01/09 – 08/31/09	09/28/09	\$ 16,368.00	\$ 51.00	\$ 16,368.00	\$ 51.00
09/01/09 – 09/30/09	10/28/09	\$ 13,263.00	\$ 58.38	\$ 13,263.00	\$ 58.38
10/01/09 – 10/31/09	11/30/09	\$ 21,282.00	\$ 149.24	\$ 21,048.00	\$ 149.20
11/01/09 – 11/30/09	12/28/09	\$ 16,380.00	\$ 69.25	\$ 16,380.00	\$ 62.27
12/01/09 – 12/31/09	01/28/10	\$ 12,040.50	\$ 34.56	\$ 12,040.50	\$ 34.56
01/01/10 – 01/31/10	03/01/10	\$ 18,646.00	\$ 9.66	\$ 18,646.00	\$ 9.66
02/01/10 – 02/28/10	03/29/10	\$ 22,295.50	\$ 201.09	\$ 22,295.50	\$ 201.09
03/31/10 – 03/31/10	04/28/10	\$ 40,107.00	\$ 77.85	\$ 40,107.00	\$ 77.85
04/01/10 – 04/30/10	05/28/10	\$ 12,322.00	\$ 1.95	\$ 12,322.00	\$ 1.95
05/01/10 – 05/31/10	06/28/10	\$ 10,492.00	\$ 83.77	\$ 10,492.00	\$ 83.77
06/01/10 – 06/30/10	07/28/10	\$ 22,082.00	\$ 2.73	\$ 22,082.00	\$ 2.73

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
07/01/10 – 07/31/10	09/01/10	\$ 10,774.00	\$ 86.70	\$ 10,774.00	\$ 86.70
08/01/10 – 08/31/10	09/29/10	\$ 7,686.00	\$ 43.34	\$ 7,686.00	\$ 43.34
09/01/10 – 09/30/10	10/28/10	\$ 9,211.00	\$ 3.70	\$ 9,211.00	\$ 3.70
10/01/10 – 10/31/10	11/30/10	\$ 11,285.00	\$ 331.92	\$ 11,285.00	\$ 331.92
11/01/10 – 11/30/10	12/29/10	\$ 18,422.00	\$ 47.70	\$ 18,422.00	\$ 47.70
12/01/10 – 12/31/10	01/28/11	\$ 10,694.00	\$ 19.00	\$ 10,694.00	\$ 19.00
01/01/11 – 01/31/11	02/28/11	\$ 9,722.50	\$ 9.55	\$ 9,722.50	\$ 9.55
02/01/11 – 02/28/11	04/05/11	\$ 16,764.00	\$ 33.60	\$ 16,764.00	\$ 33.60
03/01/11 – 03/31/11	04/29/11	\$ 11,570.00	\$ -	\$ 11,570.00	\$ -
04/01/11 – 04/30/11	05/31/11	\$ 3,425.50	\$ 9.60	\$ 3,425.50	\$ 9.60
05/01/11 – 05/31/11	06/28/11	\$ 13,060.50	\$ 145.75	\$ 13,060.50	\$ 145.75
06/01/11 – 06/30/11	07/28/11	\$ 26,000.00	\$ 34.00	\$ 26,000.00	\$ 34.00
07/01/11 – 07/31/11	08/29/11	\$ 20,836.50	\$ 213.15	\$ 20,836.50	\$ 213.15
08/01/11 – 08/31/11	09/28/11	\$ 13,111.00	\$ 27.90	\$ 13,111.00	\$ 27.90
09/01/11 – 09/30/11	10/28/11	\$ 13,515.50	\$ 3.64	\$ 13,515.50	\$ 3.64
10/01/11 – 10/31/11	11/28/11	\$ 12,173.00	\$ 59.09	\$ 12,173.00	\$ 59.09
11/01/11 – 11/30/11	12/29/11	\$ 8,826.50	\$ 2,432.00	\$ 8,826.50	\$ 2,432.00
12/01/11 – 12/31/11	1/30/12	\$ 7,718.50	\$ 656.55	\$ 7,718.50	\$ 656.55
01/01/12 – 01/31/12	2/28/12	\$ 24,330.00	\$ 4,958.15	\$ 24,330.00	\$ 4,958.15
02/01/12 – 02/29/12	3/29/12	\$ 23,373.00	\$ 562.83	\$ 23,373.00	\$ 562.83
03/01/12 – 03/31/12	4/30/12	\$ 8,002.30	\$ 1.69	\$ 8,002.30	\$ 1.69
04/01/12 – 04/30/12	5/29/12	\$ 12,647.90	\$ 39.13	\$ 12,647.90	\$ 39.13

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
05/01/12 – 05/31/12	6/28/12	\$ 12,935.00	\$ 69.59	\$ 12,935.00	\$ 69.59
06/01/12 – 06/30/12	7/30/12	\$ 28,106.40	\$ 884.95	\$ 28,106.40	\$ 884.95
07/01/12 – 07/31/12	8/28/12	\$ 11,399.40	\$ 416.74	\$ 9,119.52*	\$ 416.74
08/01/12 – 08/31/12	9/28/12	\$ 15,583.00	\$ 44.54	\$ 12,466.40*	\$ 44.54
09/01/12 – 09/30/12	10/31/12	\$ 12,236.90	\$ 0	\$ 9,789.52*	\$ 0
10/01/12 – 10/31/12	11/29/12	\$ 9,659.40	\$ 2.47	\$ 7,727.52*	\$ 2.47

\* 80% approved; remaining 20% sought or to be sought as part of quarterly application.

The Foley Hoag attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$624.00	10.8	\$ 6,739.20
James Flaherty	Associate	Administrative	\$485.00	3.4	\$ 1,649.00
Amy E. Boyd	Associate	Environmental	\$430.00	18.3	\$ 7,869.00
<b>TOTAL</b>				<b>32.5</b>	<b>\$ 16,257.20</b>

Summary of expenses incurred on behalf of the Debtors in these cases during the Fee Period:

Description	November
Photocopying	\$ 24.10
<b>TOTAL</b>	<b>\$ 24.10</b>

Respectfully submitted,

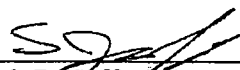
  
 Seth D. Jaffe (MA BBO # 548217)  
 Foley Hoag LLP  
 Seaport World Trade Center West  
 155 Seaport Boulevard  
 Boston, MA 02210-2600  
 (617) 832-1000

Dated: December 28, 2012

**RULE 2016-2(f) CERTIFICATION**

I, Seth D. Jaffe, have reviewed the requirements of Rule 2016-2 and certify that the Summary of Application of Foley Hoag LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to W.R. Grace & Co., et al., for the Interim Period from November 1, 2012 through November 30, 2012 complies with the Rule.

Respectfully submitted,

  
\_\_\_\_\_  
Seth D. Jaffe (MA BBO # 548217)  
Foley Hoag LLP  
Seaport World Trade Center West  
155 Seaport Boulevard  
Boston, MA 02210-2600  
(617) 832-1000

Dated: December 28, 2012

## Exhibit A



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 01-01139 (JKF)  
(Jointly Administered)

Objection Deadline:  
Hearing Date: TBD only if necessary

**FEE DETAIL FOR FOLEY HOAG LLP'S MONTHLY FEE APPLICATION FOR THE  
PERIOD OF NOVEMBER 1, 2012 THROUGH NOVEMBER 30, 2012**

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

**Matter 101 - Bankruptcy Matters****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Seth D. Jaffe	Partner	Environmental	\$624.00	0.7	\$ 436.80
<b>TOTAL</b>				<b>0.7</b>	<b>\$ 436.80</b>

**Expenses**

<b>Description</b>	<b>Total</b>
Photocopying	\$ 24.10
<b>TOTAL</b>	<b>\$ 24.10</b>



Seth D. Jaffe  
617-832-1203  
Boston

W.R. Grace & Co.

December 28, 2012  
Invoice No.: 510834  
Matter No.: 08743.00101

**Re: Bankruptcy Matters**

For Professional Services rendered through November 30, 2012

Fees	\$436.80
Disbursements	<u>24.10</u>
<b>Total Fees and Disbursements</b>	<b><u>\$460.90</u></b>

Seaport West / 155 Seaport Blvd. / Boston, MA 02210-2600 / TEL: 617.832.1000 / FAX: 617.832.7000

BOSTON

WASHINGTON

EMERGING ENTERPRISE CENTER

FOLEYHOAG.COM

Matter No.: 08743.00101  
Re: Bankruptcy Matters

Invoice No.: 510834  
December 28, 2012  
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
11/08/12	Jaffe	P230	Preparing quarterly fee application (.7).	0.7
			<b>Total Hours</b>	<b>0.7</b>

To ensure proper credit to your account,  
please include remittance page with your payment.

Matter No.: 08743.00101  
 Re: Bankruptcy Matters

Invoice No.: 510834  
 December 28, 2012  
 Page 3

**TIMEKEEPER SUMMARY**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>		<b><u>Rate</u></b>		<b><u>Amount</u></b>
Seth D. Jaffe	0.7	at	624.00	=	436.80
<b>Total Fees</b>					<b>\$436.80</b>

**Disbursement Summary**

<b><u>Date</u></b>		<b><u>Amount</u></b>
11/08/12	In-House Photocopying	2.70
11/09/12	In-House Photocopying	4.80
11/14/12	In-House Photocopying	16.60
<b>Total Disbursements</b>		<b>\$24.10</b>

<b>Total Fees</b>	<b>\$436.80</b>
<b>Total Disbursements</b>	<b><u>24.10</u></b>
<b>Total Fees and Disbursements</b>	<b><u>\$460.90</u></b>

To ensure proper credit to your account,  
 please include remittance page with your payment.



Seth D. Jaffe  
617-832-1203  
Boston

## **REMITTANCE PAGE**

**To ensure proper payment to your account, please include this page with your payment.**

W.R. Grace & Co.

December 28, 2012  
Invoice No.: 510834  
Matter No.: 08743.00101

**Re: Bankruptcy Matters**

**Total Fees and Disbursements**

**\$460.90**

**Remittance Address:**  
Foley Hoag LLP  
Attn: Accounts Receivable  
155 Seaport Boulevard  
Boston, MA 02210-2600

**Federal Tax ID : 04-2150535**

<b>Wire Instructions:</b>	ABA: 011500120
Citizens Bank	Swift #: CTZIUS33
1 Citizens Drive	Account # 1133945993
Providence, RI 02915	Beneficiary: Foley Hoag LLP – Wire Receipt Account

Reference  
Information:

**Client/Matter #: 08743.00101, Invoice #: 510834**  
**Billing Attorney: Seth D. Jaffe**  
**Wire Originator: W.R. Grace & Company**

Seaport West / 155 Seaport Blvd. / Boston, MA 02210-2600 / TEL: 617.832.1000 / FAX: 617.832.7000

BOSTON

WASHINGTON

EMERGING ENTERPRISE CENTER

FOLEYHOAG.COM

**Matter 102 - Blackburn and Union Privileges Superfund Site, Walpole, Mass****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Seth D. Jaffe	Partner	Environmental	\$624.00	1.9	\$ 1,185.60
<b>TOTAL</b>				<b>1.9</b>	<b>\$ 1,185.60</b>



Seth D. Jaffe  
617-832-1203  
Boston

W.R. Grace & Co.

December 28, 2012  
Invoice No.: 510835  
Matter No.: 08743.00102

**Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass**

For Professional Services rendered through November 30, 2012

Fees	\$1,185.60
<b>Total Fees and Disbursements</b>	<b><u>\$1,185.60</u></b>

Seaport West / 155 Seaport Blvd. / Boston, MA 02210-2600 / TEL: 617.832.1000 / FAX: 617.832.7000

BOSTON

WASHINGTON

EMERGING ENTERPRISE CENTER

FOLEYHOAG.COM



Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

Invoice No.: 510835

December 28, 2012

Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
11/01/12	Jaffe	P230	Reviewing EPA comments on work scope and emails with team regarding same (.5).	0.5
11/04/12	Jaffe	P230	Emails with Mr. Bucens regarding meeting with EPA (.2).	0.2
11/08/12	Jaffe	P230	Attention to issues regarding area downstream of West Street Dam, including telephone call with Mr. Bucens, emails with Mr. Bucens and Ms. Duff, and reviewing consent decree and statement of work regarding same (1.2).	1.2
<b>Total Hours</b>				<b>1.9</b>

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Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

Invoice No.: 510835

December 28, 2012

Page 3

**TIMEKEEPER SUMMARY**

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
Seth D. Jaffe	1.9	at	624.00	=	1,185.60

<b>Total Fees</b>					<b>\$1,185.60</b>
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<b>Total Fees</b>					<b>\$1,185.60</b>
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<b>Total Fees and Disbursements</b>					<b><u>\$1,185.60</u></b>
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Seth D. Jaffe  
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December 28, 2012  
Invoice No.: 510835  
Matter No.: 08743.00102

**Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass**

**Total Fees and Disbursements**

**\$1,185.60**

**Remittance Address:**  
Foley Hoag LLP  
Attn: Accounts Receivable  
155 Seaport Boulevard  
Boston, MA 02210-2600

<b>Federal Tax ID : 04-2150535</b>	
<b>Wire Instructions:</b>	ABA: 011500120
Citizens Bank	Swift #: CTZIUS33
1 Citizens Drive	Account # 1133945993
Providence, RI 02915	Beneficiary: Foley Hoag LLP – Wire Receipt Account

Reference  
Information:

**Client/Matter #: 08743.00102, Invoice #: 510835**  
**Billing Attorney: Seth D. Jaffe**  
**Wire Originator: W.R. Grace & Company**

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**Matter 103 – Wells G&H Superfund Site****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Seth D. Jaffe	Partner	Environmental	\$624.00	8.2	\$ 5,116.80
Amy E. Boyd	Associate	Environmental	\$430.00	18.3	\$ 7,869.00
<b>TOTAL</b>				<b>26.5</b>	<b>\$ 12,985.80</b>



Seth D. Jaffe  
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W.R. Grace & Co.

December 28, 2012  
Invoice No.: 510836  
Matter No.: 08743.00103

**Re: Wells G&H Superfund Site**

For Professional Services rendered through November 30, 2012

Fees	\$12,985.80
<b>Total Fees and Disbursements</b>	<b><u>\$12,985.80</u></b>

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Matter No.: 08743.00103  
 Re: Wells G&H Superfund Site

Invoice No.: 510836  
 December 28, 2012  
 Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
11/01/12	Boyd	P230	Prepared for and attended discussion with S. Jaffe about preliminary results of research (1.1); conducted research on changes to RODs approved within Region 1 of EPA (2.7).	3.8
11/01/12	Jaffe	P230	Attention to response to EPA, including reviewing issues related to changes in remedy and office conference with Ms. Boyd regarding same (.7).	0.7
11/02/12	Jaffe	P230	Attention to Grace property issues, including office conference with Ms. Boyd and telephone conference with team (2.2).	2.2
11/02/12	Boyd	P230	Prepared for and attended conference call with Grace Team to discuss response to EPA letter on soil and groundwater issues on source property (2.0); conducted legal research on ROD amendments within Region 1 (1.8).	3.8
11/05/12	Boyd	P230	Reviewed amended RODs and explanations of substantial differences to determine Region 1 analysis on when amended ROD is required (2.9); draft memorandum outlining conclusions (.6).	3.5
11/07/12	Jaffe	P230	Attention to Grace property issues, including emails with team regarding meeting with EPA (.4).	0.4
11/08/12	Boyd	P230	Review of ROD for Wells G&H (.3); draft memorandum (.4).	0.7
11/08/12	Jaffe	P230	Reviewing, revising, draft annual report and emails with team regarding same (2.2).	2.2
11/09/12	Boyd	P230	Draft memorandum regarding EPA regulations on changes to remedy in ROD for Grace Source Area (3.9).	3.9
11/12/12	Jaffe	P230	Attention to Grace property issues, including emails with Ms. Boyd regarding change in remedy, reviewing, revising, draft annual report and emails with team regarding same (1.2).	1.2
11/13/12	Jaffe	P230	Emails with team regarding planning for EPA meeting (.4).	0.4
11/15/12	Jaffe	P230	Emails with team regarding meeting with EPA	0.3

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Matter No.: 08743.00103  
Re: Wells G&H Superfund Site

Invoice No.: 510836  
December 28, 2012  
Page 3

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
			(.3).	
11/19/12	Boyd	P230	Review and revise draft memorandum on change to remedy (.9).	0.9
11/20/12	Boyd	P230	Reviewed and revised draft memorandum (.8); draft e-mail to Grace team requesting more information about soil concentration levels (.4)	1.2
11/20/12	Jaffe	P230	Attention to Grace property soil issues, including emails with team and reviewing documents on cPAH remedies from Ms. Sheehan (.8)	0.8
11/28/12	Boyd	P230	Review e-mails and backup information regarding soil contamination levels for use in memorandum on EPA changes to remedy.	0.5
<b>Total Hours</b>				<b>26.5</b>

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Matter No.: 08743.00103  
Re: Wells G&H Superfund Site

Invoice No.: 510836  
December 28, 2012  
Page 4

**TIMEKEEPER SUMMARY**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>		<b><u>Rate</u></b>		<b><u>Amount</u></b>
Amy E Boyd	18.3	at	430.00	=	7,869.00
Seth D. Jaffe	8.2	at	624.00	=	5,116.80
<b>Total Fees</b>					<b>\$12,985.80</b>

<b>Total Fees</b>	<b>\$12,985.80</b>
<b>Total Fees and Disbursements</b>	<b><u>\$12,985.80</u></b>

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Seth D. Jaffe  
617-832-1203  
Boston

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December 28, 2012  
Invoice No.: 510836  
Matter No.: 08743.00103

**Re: Wells G&H Superfund Site**

**Total Fees and Disbursements**

**\$12,985.80**

**Remittance Address:**

Foley Hoag LLP  
Attn: Accounts Receivable  
155 Seaport Boulevard  
Boston, MA 02210-2600

**Federal Tax ID : 04-2150535**

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1 Citizens Drive	Account # 1133945993
Providence, RI 02915	Beneficiary: Foley Hoag LLP – Wire Receipt Account

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**Client/Matter #: 08743.00103, Invoice #: 510836**  
**Billing Attorney: Seth D. Jaffe**  
**Wire Originator: W.R. Grace & Company**

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**Matter 108 - Discovery Sciences FDA Matters****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
James Flaherty	Associate	Administrative	\$485.00	1.3	\$ 630.50
<b>TOTAL</b>				<b>1.3</b>	<b>\$ 630.50</b>



Seth D. Jaffe  
617-832-1203  
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W.R. Grace & Co.

December 28, 2012  
Invoice No.: 510837  
Matter No.: 08743.00108

**Re: Discovery Sciences FDA Matters**

For Professional Services rendered through November 30, 2012

Fees	\$630.50
<b>Total Fees and Disbursements</b>	<b><u>\$630.50</u></b>

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Matter No.: 08743.00108  
Re: Discovery Sciences FDA Matters

Invoice No.: 510837  
December 28, 2012  
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
11/05/12	Flaherty	C300	Voicemail to S. Perdue regarding FDA registration and listing requirements (0.1).	0.1
11/09/12	Flaherty	C300	Prepare for call with S. Perdue regarding FDA registration and listing requirements (0.1); telephone conference with S. Perdue regarding same (0.4).	0.5
11/27/12	Flaherty	C300	E-mail correspondence with E. Eller and L. Duff regarding final FDA medical device classification memos and medical device tax.	0.1
11/29/12	Flaherty	C300	Research and analyze medical device tax issues (0.3); prepare for and participate in telephone conference with E. Eller regarding medical device tax issue (0.3).	0.6
<b>Total Hours</b>				<b>1.3</b>

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Matter No.: 08743.00108  
Re: Discovery Sciences FDA Matters

Invoice No.: 510837  
December 28, 2012  
Page 3

**TIMEKEEPER SUMMARY**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>		<b><u>Rate</u></b>		<b><u>Amount</u></b>
James Flaherty	1.3	at	485.00	=	630.50
	<b>Total Fees</b>				<b>\$630.50</b>

<b>Total Fees</b>	<b>\$630.50</b>
<b>Total Fees and Disbursements</b>	<b><u>\$630.50</u></b>

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December 28, 2012  
Invoice No.: 510837  
Matter No.: 08743.00108

**Re: Discovery Sciences FDA Matters**

**Total Fees and Disbursements**

**\$630.50**

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**Federal Tax ID : 04-2150535**

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**Matter 113 - Silicas FDA Matters****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
James Flaherty	Associate	Administrative	\$485.00	2.1	\$ 1,018.50
<b>TOTAL</b>				<b>2.1</b>	<b>\$ 1,018.50</b>



Seth D. Jaffe  
617-832-1203  
Boston

W.R. Grace & Co.

December 28, 2012  
Invoice No.: 510838  
Matter No.: 08743.00113

**Re: Silicas FDA Matters**

For Professional Services rendered through November 30, 2012

Fees	\$1,018.50
<b>Total Fees and Disbursements</b>	<b><u>\$1,018.50</u></b>

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Matter No.: 08743.00113  
Re: Silicas FDA Matters

Invoice No.: 510838  
December 28, 2012  
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
11/06/12	Flaherty	C300	Telephone conference with L. Duff and B. Jurd regarding various FDA registration requirements and related issues (0.2).	0.2
11/28/12	Flaherty	C300	E-mail correspondence with B. Jurd, T. Jones, and L. Duff regarding FDA excipient registration issues (0.1).	0.1
11/29/12	Flaherty	C300	Research and analyze FDA excipient registration issues (1.2); prepare for and participate in telephone conference with L. Duff, B. Jurd and T. Jones regarding same (0.6).	1.8
<b>Total Hours</b>				<b>2.1</b>

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Matter No.: 08743.00113  
Re: Silicas FDA Matters

Invoice No.: 510838  
December 28, 2012  
Page 3

**TIMEKEEPER SUMMARY**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>		<b><u>Rate</u></b>		<b><u>Amount</u></b>
James Flaherty	2.1	at	485.00	=	1,018.50

<b>Total Fees</b>	<b>\$1,018.50</b>
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<b>Total Fees</b>	<b>\$1,018.50</b>
<b>Total Fees and Disbursements</b>	<b><u>\$1,018.50</u></b>

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December 28, 2012  
Invoice No.: 510838  
Matter No.: 08743.00113

**Re: Silicas FDA Matters**

**Total Fees and Disbursements**

**\$1,018.50**

**Remittance Address:**

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155 Seaport Boulevard  
Boston, MA 02210-2600

**Federal Tax ID : 04-2150535**

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Account # 1133945993

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Account

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Information:

**Client/Matter #: 08743.00113, Invoice #: 510838**

**Billing Attorney: Seth D. Jaffe**

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